

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re: W.R. GRACE & CO., <i>et al.</i>, Debtors.	§ § § § § §	Chapter 11 Jointly Administered Case No. 01-01139 (KJC)
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**FEE AUDITOR'S FINAL REPORT REGARDING THE FINAL
FEE APPLICATION OF STEPTOE & JOHNSON LLP FOR COMPENSATION
FOR SERVICES RENDERED AND REIMBURSEMENT OF EXPENSES
FOR THE PERIOD FROM JULY 1, 2001 THROUGH FEBRUARY 3, 2014**

This is the final report of Warren H. Smith & Associates, P.C., acting in its capacity as fee auditor in the above-captioned bankruptcy proceedings, regarding the Final Fee Application of Steptoe & Johnson LLP for Compensation for Services Rendered and Reimbursement of Expenses for the Period from July 1, 2001 through February 3, 2014 (the "Application").

BACKGROUND

1. Steptoe & Johnson LLP ("Steptoe") was retained as special tax counsel to the Debtors. In the Application, Steptoe seeks approval of fees and expenses as follows: fees totaling \$8,061.50 and no expenses for its services from October 1, 2013 through December 31, 2013 (the "Fifty-First Interim Period"), and final approval of fees totaling \$2,556,568.99¹ and expenses totaling

¹We note that the total of the fees requested in Steptoe's 43 prior fee applications, plus the compensation sought for the Fifty-First Interim Period, is \$2,558,003.50. It does not appear that Steptoe has deducted from this amount any of the reductions ordered by the Court for the prior periods, which periods are discussed in more detail in paragraph 7, to arrive at the figure it seeks of \$2,556,568.99. We note that the Court has ruled on the First through Fifty-First Interim Periods, but no ruling has been made on the Fifty-Second Interim Period.

\$66,100.61² for its services from July 1, 2001 through February 3, 2014 (the “Final Application Period”).

2. In conducting this audit and reaching the conclusions and recommendations contained herein, we reviewed in detail the Application in its entirety, including each of the time and expense entries included in the exhibits to the Application, for compliance with 11 U.S.C. § 330, Local Rule 2016-2 of the Local Rules of the United States Bankruptcy Court for the District of Delaware, Amended Effective February 1, 2014, and the United States Trustee Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. §330, Issued January 30, 1996 (the "U.S. Trustee Guidelines"), as well as for consistency with precedent established in the United States Bankruptcy Court for the District of Delaware, the United States District Court for the District of Delaware, and the Third Circuit Court of Appeals. We emailed questions to Steptoe based upon our review, and we received a response from Steptoe, portions of which response are reflected herein.

DISCUSSION

Fifty-First Interim Period

3. We have no issues with, or objections to, Steptoe’s fees and expenses for the Fifty-First Interim Period.

4. Thus, we recommend approval of \$8,061.50 in fees for Steptoe’s services for the

²We note that the total of the expenses requested in Steptoe’s 43 prior fee applications, plus the expenses sought for the Fifty-First Interim Period, is \$65,099.85. It does not appear that Steptoe has deducted from this amount any of the reductions ordered by the Court for the prior periods, which periods are discussed in more detail in paragraph 7, to arrive at the figure it seeks of \$66,100.61. We note that the Court has ruled on the First through Fifty-First Interim Periods, but no ruling has been made on the Fifty-Second Interim Period.

Fifty-First Interim Period.

Final Application Period

5. We noted that, although Steptoe requested final approval of fees totaling \$2,556,568.99, we calculated Steptoe's final fees at \$2,530,281.00, for a difference of \$26,287.99. We provided Steptoe with our calculations of its total fees, and Steptoe responded that it agrees with our calculations. Thus, we recommend that Steptoe's final fee request be reduced by \$26,287.99.

6. We noted that, although Steptoe requested final approval of expenses totaling \$66,100.61, we calculated Steptoe's final expenses at \$62,239.13, for a difference of \$3,861.48. We provided Steptoe with our calculations of its total expenses, and Steptoe responded that it agrees with our calculations. Thus, we recommend that Steptoe's final expense request be reduced by \$3,861.48.

Prior Interim Applications

7. We note that we previously filed the following final reports for each of Steptoe's prior interim applications, which final reports we incorporate by reference herein, and we also note the following orders that ruled on Steptoe's prior interim fee applications:

2nd - 3rd Periods: Amended Fee Auditor's Final Report Regarding Fee Application of Steptoe & Johnson LLP for the Second and Third Interim Periods (Docket #3042) filed on or about November 20, 2002, in which we recommended approval of fees totaling \$198,590.50 and expenses totaling \$8,076.01, reflecting our recommended reduction of \$3,375.50 in fees, as further explained in paragraph 5 of that final report. These recommendations were adopted in the Order Approving Quarterly Fee Applications for the First, Second and Third Periods, dated November 25,

2002 (Docket #3091).

- 4th Period: Fee Auditor's Final Report Regarding Fee Application of Steptoe & Johnson LLP for the Fourth Interim Period (Docket #2455) filed on or about July 29, 2002, in which we recommended approval of fees totaling \$72,390.00 and expenses totaling \$5,413.76, reflecting our recommended reductions of \$22,020.00 in fees and \$2,860.72 in expenses, as further explained in paragraphs 4, 5, 8 and 10 of that final report. These recommendations were adopted in the Order Approving Quarterly Fee Applications for the Fourth Period, dated October 9, 2002 (Docket #2797).
- 5th Period: Fee Auditor's Final Report Regarding Fee Application of Steptoe & Johnson LLP for the Fifth Interim Period (Docket #2935) filed on or about November 4, 2002, in which we recommended approval of fees totaling \$108,822.50 and expenses totaling \$7,433.40. The Court approved \$108,822.50 in fees and \$7,433.20 in expenses in the Order Approving Quarterly Fee Applications for the Fifth Period, dated November 25, 2002 (Docket #3092).
- 6th Period: Fee Auditor's Final Report Regarding Fee Application of Steptoe & Johnson LLP for the Sixth Interim Period (Docket #3340) filed on or about February 6, 2003, in which we recommended approval of fees totaling \$52,450.00 and expenses totaling \$5,416.67. These recommendations were adopted in the Order Approving Quarterly Fee Applications for the Sixth Period, dated March 14, 2003 (Docket #3511).
- 7th Period: Fee Auditor's Final Report Regarding Fee Application of Steptoe & Johnson

LLP for the Seventh Interim Period (Docket #3625) filed on or about April 7, 2003, in which we recommended approval of fees totaling \$67,587.50 and expenses totaling \$1,382.34. These recommendations were adopted in the Order Approving Quarterly Fee Applications for the Seventh Period, dated July 28, 2003 (Docket #4157).

8th Period: Fee Auditor's Final Report Regarding Fee Application of Steptoe & Johnson LLP for the Eighth Interim Period (Docket #4026) filed on or about July 8, 2003, in which we recommended approval of fees totaling \$78,744.50 and expenses totaling \$2,822.27. These recommendations were adopted in the Order Approving Quarterly Fee Applications for the Eighth Period, dated September 22, 2003 (Docket #4480).

9th Period: Fee Auditor's Final Report Regarding Fee Application of Steptoe & Johnson LLP for the Ninth Interim Period (Docket #4692) filed on or about November 13, 2003, in which we recommended approval of fees totaling \$66,165.50 and expenses totaling \$3,505.89. These recommendations were adopted in the Order Approving Quarterly Fee Applications for the Ninth Period, dated December 15, 2003 (Docket #4827).

10th Period: Fee Auditor's Final Report Regarding Fee Application of Steptoe & Johnson LLP for the Tenth Interim Period (Docket #5106) filed on or about February 12, 2004, in which we recommended approval of fees totaling \$19,970.00 and expenses totaling \$247.19. These recommendations were adopted in the Order Approving Quarterly Fee Applications for the Tenth Period, dated

April 26, 2004 (Docket #5482).

- 11th Period: Fee Auditor's Combined Final Report Regarding Those Fee Applications With No Fee or Expense Issues for the Eleventh Interim Period (Docket #5675) filed on or about June 1, 2004, in which we recommended approval of fees totaling \$16,679.50 and expenses totaling \$93.31. These recommendations were adopted in the Order Approving Quarterly Fee Applications for the Eleventh Period, dated June 16, 2004 (Docket #5822).
- 12th Period: Fee Auditor's Amended Combined Final Report Regarding Those Fee Applications with No Fee or Expense Issues for the Twelfth Interim Period (Docket #6320), filed on or about September 3, 2004, in which we recommended approval of fees totaling \$11,264.00 and expenses totaling \$135.21. These recommendations were adopted in the Order Approving Quarterly Fee Applications for the Twelfth Period, dated September 27, 2004 (Docket #6465).
- 13th Period: Fee Auditor's Final Report Regarding Fee Application of Steptoe & Johnson LLP for the Thirteenth Interim Period (Docket #7009) filed on or about November 19, 2004, in which we recommended approval of fees totaling \$43,107.50 and expenses totaling \$2,614.44. These recommendations were adopted in the Order Approving Quarterly Fee Applications for the Thirteenth Period, dated January 26, 2005 (Docket #7622).
- 14th Period: Fee Auditor's Combined Final Report Regarding Those Fee Applications with No Fee or Expense Issues for the Fourteenth Interim Period (Docket

#7982) filed on or about March 8, 2005, in which we recommended approval of fees totaling \$17,684.00 and expenses totaling \$1,638.75. These recommendations were adopted in the Order Approving Quarterly Fee Applications for the Fourteenth Period, dated March 22, 2005 (Docket #8081).

15th Period: Fee Auditor's Combined Final Report Regarding Those Fee Applications with No Fee or Expense Issues for the Fifteenth Interim Period (Docket #8561), filed on or about June 6, 2005, in which we recommended approval of fees totaling \$61,078.00 and expenses totaling \$1,943.15. These recommendations were adopted in the Order Approving Quarterly Fee Applications for the Fifteenth Period, dated June 29, 2005 (Docket #8728).

16th Period: Fee Auditor's Combined Final Report Regarding Those Fee Applications with No Fee or Expense Issues for the Sixteenth Interim Period (Docket #9387), filed on or about September 12, 2005, in which we recommended approval of fees totaling \$3,277.50 and expenses totaling \$46.91. These recommendations were adopted in the Order Approving Quarterly Fee Applications for the Sixteenth Period, dated September 27, 2005 (Docket #9513).

17th Period: Fee Auditor's Combined Final Report Regarding Those Fee Applications with No Fee or Expense Issues for the Seventeenth Interim Period (Docket #11168), filed on or about November 28, 2005, in which we recommended approval of fees totaling \$1,472.50 and expenses totaling \$17.85. These

recommendations were adopted in the Order Approving Quarterly Fee Applications for the Seventeenth Period, dated December 21, 2005 (Docket #11402).

18th Period: Fee Auditor's Combined Final Report Regarding Those Fee Applications with No Fee or Expense Issues for the Eighteenth Interim Period (Docket #12019), filed on or about March 9, 2006, in which we recommended approval of fees totaling \$23,070.00 and expenses totaling \$222.31. These recommendations were adopted in the Order Approving Quarterly Fee Applications for the Eighteenth Period, dated March 27, 2006 (Docket #12121).

19th Period: Fee Auditor's Combined Final Report Regarding Those Fee Applications with No Fee or Expense Issues for the Nineteenth Interim Period (Docket #12525), filed on or about May 25, 2006, in which we recommended approval of fees totaling \$13,141.00 and expenses totaling \$102.09. These recommendations were adopted in the Order Approving Quarterly Fee Applications for the Nineteenth Period, dated June 16, 2006 (Docket #12660).

20th Period: Fee Auditor's Combined Final Report Regarding Those Fee Applications with No Fee or Expense Issues for the Twentieth Interim Period (Docket #13183), filed on or about September 8, 2006, in which we recommended approval of fees totaling \$121,740.00 and expenses totaling \$9,362.36.

These recommendations were adopted in the Order Approving Quarterly Fee

Applications for the Twentieth Period, dated September 26, 2006 (Docket #13298).

21st Period: Fee Auditor's Combined Final Report Regarding Those Fee Applications with No Fee or Expense Issues for the Twenty-First Interim Period (Docket #13963), filed on or about December 8, 2006, in which we recommended approval of fees totaling \$157,816.00 and expenses totaling \$1,142.23. These recommendations were adopted in the Order Approving Quarterly Fee Applications for the Twenty-First Period, dated December 19, 2006 (Docket #14069).

22nd Period: Fee Auditor's Amended Combined Final Report Regarding Those Fee Applications with No Fee or Expense Issues for the Twenty-Second Interim Period (Docket #14868), filed on or about March 15, 2007, in which we recommended approval of fees totaling \$67,444.50 and expenses totaling \$169.89. The Court approved \$59,310.00 in fees and \$734.02 in expenses in the Order Approving Quarterly Fee Applications for the Twenty-Second Period, dated May 3, 2007 (Docket #15494).

23rd Period: Fee Auditor's Amended Combined Final Report Regarding Those Fee Applications with No Fee or Expense Issues for the Twenty-Third Interim Period (Docket #16037), filed on or about June 13, 2007, in which we recommended approval of fees totaling \$51,097.50 and expenses totaling \$114.76. These recommendations were adopted in the Order Approving Quarterly Fee Applications for the Twenty-Third Period, dated June 20, 2007

(Docket #16105).

24th Period: Fee Auditor's Combined Final Report Regarding Those Fee Applications with No Fee or Expense Issues for the Twenty-Fourth Interim Period (Docket #16786), filed on or about September 10, 2007, in which we recommended approval of fees totaling \$160,024.50 and expenses totaling \$859.49. These recommendations were adopted in the Order Approving Quarterly Fee Applications for the Twenty-Fourth Period, dated September 25, 2007 (Docket #16916).

25th Period: Fee Auditor's Combined Final Report Regarding Those Fee Applications with No Fee or Expense Issues for the Twenty-Fifth Interim Period (Docket #17542), filed on or about December 4, 2007, in which we recommended approval of fees totaling \$132,843.50 and expenses totaling \$439.54. These recommendations were adopted in the Order Approving Quarterly Fee Applications for the Twenty-Fifth Period, dated December 13, 2007 (Docket #17629).

26th Period: Fee Auditor's Combined Final Report Regarding Those Fee Applications with No Fee or Expense Issues for the Twenty-Sixth Interim Period (Docket #18176), filed on or about February 29, 2008, in which we recommended approval of fees totaling \$15,293.50 and expenses totaling \$102.55. These recommendations were adopted in the Order Approving Quarterly Fee Applications for the Twenty-Sixth Period, dated March 12, 2008 (Docket #18270).

- 27th Period: Fee Auditor's Combined Final Report Regarding Those Fee Applications with No Fee or Expense Issues for the Twenty-Seventh Interim Period (Docket #18887), filed on or about June 9, 2008, in which we recommended approval of fees totaling \$30,298.50 and expenses totaling \$276.56. These recommendations were adopted in the Order Approving Quarterly Fee Applications for the Twenty-Seventh Period, dated June 23, 2008 (Docket #18989).
- 28th Period: Fee Auditor's Combined Final Report Regarding Those Fee Applications with No Fee or Expense Issues for the Twenty-Eighth Interim Period (Docket #19535), filed on or about September 15, 2008, in which we recommended approval of fees totaling \$11,786.50 and expenses totaling \$142.44. These recommendations were adopted in the Order Approving Quarterly Fee Applications for the Twenty-Eighth Period, dated October 1, 2008 (Docket #19663).
- 29th Period: Fee Auditor's Combined Final Report Regarding Those Fee Applications with No Fee or Expense Issues for the Twenty-Ninth Interim Period (Docket #20150), filed on or about November 26, 2008, in which we recommended approval of fees totaling \$288,355.50 and expenses totaling \$2,234.23. These recommendations were adopted in the Order Approving Quarterly Fee Applications for the Twenty-Ninth Period, dated December 17, 2008 (Docket #20283).
- 30th Period: Fee Auditor's Combined Final Report Regarding Those Fee Applications

with No Fee or Expense Issues for the Thirtieth Interim Period (Docket #21063), filed on or about March 21, 2009, in which we recommended approval of fees totaling \$205,229.00 and expenses totaling \$3,752.11.

These recommendations were adopted in the Order Approving Quarterly Fee Applications for the Thirtieth Period, dated April 2, 2009 (Docket #21173).

31st Period: Fee Auditor's Final Report Regarding Fee Application of Steptoe & Johnson LLP for the Thirty-First Interim Period (Docket #21527) filed on or about May 4, 2009, in which we recommended approval of fees totaling \$176,713.00 and expenses totaling \$422.84. These recommendations were adopted in the Order Approving Quarterly Fee Applications for the Thirty-First Period, dated July 7, 2009 (Docket #22354).

32nd Period: Fee Auditor's Final Report Regarding Fee Application of Steptoe & Johnson LLP for the Thirty-Second Interim Period (Docket #22991) filed on or about August 27, 2009, in which we recommended approval of fees totaling \$113,102.00 and expenses totaling \$712.24, reflecting our recommended reduction of \$2,113.00 in fees, as further explained in paragraph 3 of that final report. These recommendations were adopted in the Order Approving Quarterly Fee Applications for the Thirty-Second Period, dated September 28, 2009 (Docket #23352).

33rd Period: Fee Auditor's Combined Final Report Regarding Those Fee Applications with No Fee or Expense Issues for the Thirty-Third Interim Period (Docket #23927), filed on or about December 3, 2009, in which we recommended

approval of fees totaling \$12,366.50 and expenses totaling \$69.00. These recommendations were adopted in the Order Approving Quarterly Fee Applications for the Thirty-Third Period, dated December 11, 2009 (Docket #23996).

34th Period: Fee Auditor's Combined Final Report Regarding Those Fee Applications with *De Minimis* or No Fee or Expense Issues for the Thirty-Fifth Interim Period (Docket #24856), filed on or about May 28, 2010, in which we recommended approval of fees totaling \$19,962.00 and expenses totaling \$97.36. These recommendations were adopted in the Order Approving Quarterly Fee Applications for the Thirty-Fifth Period, dated June 7, 2010 (Docket #24917).

35th Period: Fee Auditor's Combined Final Report Regarding Those Fee Applications with *De Minimis* or No Fee or Expense Issues for the Thirty-Fifth Interim Period (Docket #24856), filed on or about May 28, 2010, in which we recommended approval of fees totaling \$6,008.00 and expenses totaling \$29.87. These recommendations were adopted in the Order Approving Quarterly Fee Applications for the Thirty-Fifth Period, dated June 7, 2010 (Docket #24917).

36th Period: Fee Auditor's Amended Combined Final Report Regarding Those Fee Applications with *De Minimis* or No Fee or Expense Issues for the Thirty-Sixth Interim Period (Docket #25384), filed on or about September 10, 2010, in which we recommended approval of fees totaling \$5,238.50 and expenses

totaling \$50.09. These recommendations were adopted in the Order Approving Quarterly Fee Applications for the Thirty-Sixth Period, dated September 13, 2010 (Docket #25397).

37th Period: Fee Auditor's Combined Final Report Regarding Those Fee Applications with No Fee or Expense Issues for the Thirty-Seventh Interim Period (Docket #25850), filed on or about December 2, 2010, in which we recommended approval of fees totaling \$10,430.50 and expenses totaling \$39.42. These recommendations were adopted in the Order Approving Quarterly Fee Applications for the Thirty-Seventh Period, dated December 10, 2010 (Docket #25905).

38th Period: Fee Auditor's Combined Final Report Regarding Those Fee Applications with No Fee or Expense Issues for the Thirty-Eighth Interim Period (Docket #26519), filed on or about March 9, 2011, in which we recommended approval of fees totaling \$11,840.50 and expenses totaling \$15.30. These recommendations were adopted in the Order Approving Quarterly Fee Applications for the Thirty-Eighth Period, dated March 25, 2011 (Docket #26627).

39th Period: Fee Auditor's Amended Combined Final Report Regarding Those Fee Applications with No Fee or Expense Issues for the Thirty-Ninth Interim Period (Docket #27116), filed on or about June 21, 2011, in which we recommended approval of fees totaling \$1,694.00 and expenses totaling \$0.90. These recommendations were adopted in the Order Approving

Quarterly Fee Applications for the Thirty-Ninth Period, dated June 30, 2011 (Docket #27188).

40th Period: Fee Auditor's Amended Combined Final Report Regarding Those Fee Applications with *De Minimis* or No Fee or Expense Issues for the Fortieth Interim Period (Docket #27507), filed on or about August 25, 2011, in which we recommended approval of fees totaling \$6,875.50 and expenses totaling \$15.31. These recommendations were adopted in the Order Approving Quarterly Fee Applications for the Fortieth Period, dated September 20, 2011 (Docket #27622).

41st Period: Fee Auditor's Amended Combined Final Report Regarding Those Fee Applications with *De Minimis* or No Fee or Expense Issues for the Forty-First Interim Period (Docket #28070), filed on or about December 2, 2011, in which we recommended approval of fees totaling \$600.00 and expenses totaling \$3.30. These recommendations were adopted in the Order Approving Quarterly Fee Applications for the Forty-First Period, dated December 14, 2011 (Docket #28150).

42nd Period: Fee Auditor's Combined Final Report Regarding Those Fee Applications with *De Minimis* or No Fee or Expense Issues for the Forty-Second Interim Period (Docket #28548), filed on or about February 20, 2012, in which we recommended approval of fees totaling \$5,521.00 and expenses totaling \$18.80, reflecting our recommended reduction of \$252.00 in fees, as further explained in footnote 14 of that final report. These recommendations were

adopted in the Order Approving Quarterly Fee Applications for the Forty-Second Period, dated March 23, 2012 (Docket #28705).

43rd Period: Fee Auditor's Combined Final Report Regarding Those Fee Applications with *De Minimis* or No Fee or Expense Issues for the Forty-Third Interim Period (Docket #28900), filed on or about May 9, 2012, in which we recommended approval of fees totaling \$28,462.50 and expenses totaling \$29.78. These recommendations were adopted in the Order Approving Quarterly Fee Applications for the Forty-Third Period, dated June 14, 2012 (Docket #29054).

44th Period: Fee Auditor's Combined Final Report Regarding Those Fee Applications with *De Minimis* or No Fee or Expense Issues for the Forty-Fourth Interim Period (Docket #29449), filed on or about August 13, 2012, in which we recommended approval of fees totaling \$10,492.00 and expenses totaling \$22.70. These recommendations were adopted in the Order Approving Quarterly Fee Applications for the Forty-Fourth Period, dated October 19, 2012 (Docket #29746).

45th Period: Fee Auditor's Amended Combined Final Report Regarding Those Fee Applications with *De Minimis* or No Fee or Expense Issues for the Forty-Fifth Interim Period (Docket #29988), filed on or about December 4, 2012, in which we recommended approval of fees totaling \$15,452.00 and expenses totaling \$1,004.71. These recommendations were adopted in the Order Approving Quarterly Fee Applications for the Forty-Fifth Period, dated

December 11, 2012 (Docket #30036).

8. We have reviewed the final reports and orders allowing fees and expenses for the prior interim periods, and we do not believe there is any reason to change any of the amounts awarded for the prior interim periods, with the exception of the following:

2nd - 3rd Period: Our recommended reductions totaled \$3,337.50, not \$3,375.50, for a difference of \$38.00. Therefore, the fees approved in the order should have been \$198,628.50, rather than \$198,590.50. The total fees approved should be increased by \$38.00 to correct the error.

22nd Period: The correct amount of fees was \$67,444.50, however, the order submitted to the Court lists fees of \$59,310.00, for a difference of \$8,134.50. The total fees approved should be increased by \$8,134.50 to correct the error.

22nd Period: The correct amount of expenses was \$169.89, however, the order submitted to the Court lists expenses of \$734.02, for a difference of \$564.13. The total expenses approved should be decreased by \$564.13 to correct the error.

We have made the foregoing corrections to our calculations of Steptoe's final fees and expenses. Our calculations of Steptoe's final fees (\$2,530,281.00) and expenses (\$62,239.13) are based on the corrected figures, as are our fee and expense recommendations in paragraphs 5 and 6. Thus, it is not necessary to make any further adjustments to Steptoe's final fee and expense request.

CONCLUSION

9. Thus, we recommend final approval of \$2,530,281.00 in fees (\$2,556,568.99³ minus \$26,287.99)⁴ and \$62,239.13 in expenses (\$66,100.61⁵ minus \$3,861.48)⁶ for Steptoe's services for the Final Application Period.

Respectfully submitted,

WARREN H. SMITH & ASSOCIATES, P.C.



By: _____

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FEE AUDITOR

³We note that the total of the fees requested in Steptoe's 43 prior fee applications, plus the compensation sought for the Fifty-First Interim Period, is \$2,558,003.50. It does not appear that Steptoe has deducted from this amount any of the reductions ordered by the Court for the prior periods, which periods are discussed in more detail in paragraph 7, to arrive at the figure it seeks of \$2,556,568.99. We note that the Court has ruled on the First through Fifty-First Interim Periods, but no ruling has been made on the Fifty-Second Interim Period.

⁴See Paragraph 5.

⁵We note that the total of the expenses requested in Steptoe's 43 prior fee applications, plus the expenses sought for the Fifty-First Interim Period, is \$65,099.85. It does not appear that Steptoe has deducted from this amount any of the reductions ordered by the Court for the prior periods, which periods are discussed in more detail in paragraph 7, to arrive at the figure it seeks of \$66,100.61. We note that the Court has ruled on the First through Fifty-First Interim Periods, but no ruling has been made on the Fifty-Second Interim Period.

⁶See Paragraph 6.

CERTIFICATE OF SERVICE

I hereby certify that a true and correct copy of the foregoing document has been served by First Class United States mail to the attached service list on this 18th day of July, 2014.

A handwritten signature in blue ink, appearing to read "W-H Smith", is positioned above a horizontal line.

Warren H. Smith

SERVICE LIST

Notice Parties

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